

CORPORATE RESOLUTION

A meeting of all of the directors of INTEGRATED FINANCIAL ASSOCIATION, INC., a Nevada Corporation, having been conducted on March 8, 2001, the following resolution was passed by unanimous consent:

WHEREAS, it is in the best interests of INTEGRATED FINANCIAL ASSOCIATION, INC. (the "Corporation") to file a voluntary petition in the United States Bankruptcy Court, District of Nevada (Reno), pursuant to Chapter 11 of Title 11 of the United States Code;

NOW, THEREFORE, BE IT RESOLVED, that WILLIAM DYER, the President of the Corporation, shall be and is hereby authorized and directed to execute and deliver all documents necessary to perfect the filing of a Chapter 11 voluntary bankruptcy case in the United States Bankruptcy Court on behalf of the Corporation;

BE IT FURTHER RESOLVED, that WILLIAM DYER, the President is authorized and directed to appear in all such bankruptcy proceedings on behalf of the Corporation, and to otherwise do and perform any and all acts and deeds and to execute and deliver all necessary documents and schedules on behalf of the Corporation and as necessary in conjunction with the Chapter 11 proceeding; and

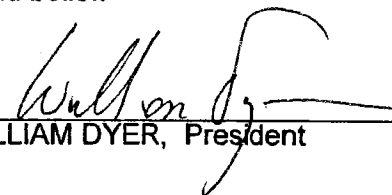
FURTHER RESOLVED, that the Law Offices of Alan R. Smith be retained as attorneys for the Corporation to represent it in its Chapter 11 proceeding.

DATED this 8th day of March, 2011.

**DECLARATION UNDER PENALTY OF
PERJURY ON BEHALF OF CORPORATION**

I, WILLIAM DYER, President of the Corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing resolution and it is true and correct to the best of my knowledge, information and belief.

DATED: March 8th, 2011


WILLIAM DYER, President